	FINANCING STATEMENT A
PARTIES	Uniform Commercial Code Form UCC 1
Defror, rame (last name first if incluideal) and mailing accress:	il side of nace 4 before companies
OLDEN BEAR GOLF CENTERS, INC.	Filing No. (stamped by filing officer): Date, Time, Filing Office (stamped by filing officer):
1780 U.S. Highway One	Litting wer (Significe of anna)
prite 400	á
orth Palm Beach, Plorida 33408	
Definer name (Dast name first it individual) and mailing address.	25728375 95 AUG = 1 AN II: 34
	25720375 SSAUGEL ANTIF 34
Vola GBGC of Cool Springs	PA DEPT OF STATE
1780 U.S. Highway One	FA ULL 1 St S 17 tes
wite 400	This Financing Statement is presented for filing pursuant to the Unitorin Commercial Code, and is to be filed
orth Palm Beach, Florida 33408 12	with the (check applicable box):
	41
Being name (last name first it individual) and musting indicess.	Secretary of the Communication.
	Promonotary ofCounty.
	neal estate records of
	7
	Number of Additional Shorts (If BIN): 2
11)	Optional Special Identification (Max. 10 charactes): TC381572 8
Sourced Party (ies) name(s) (last name first if individual) and address for	COLLATERAL
Security Party (1991) Italian (2) (1997) Security (1997) Italian (2) (1997)	
Beauty mass monators	Mentify collectoral by Rest and/or type:
lational City Bank of Pennsylvania	I which is
300 Fourth Avenue	Colleteral as described on Brhibit A which is
ittsburgh, Fennsylvania 15278	attached hereto and made a part hereof.
·	4
Assignme(s) of Secured Party name(s) (last name first it individual) and address	; <b>  </b>
for personary interest information:	1
2	a N
	<b>-</b>
Special Types of Parties (check if applicable):	
The terms "Debrar" and "Secured Party" mean "Lesser," and "Lessor," re-	(check only it desired) Products of the collateral are also covered.
	Identify related real estate, if applicable: The collateral is, or includes (check appropriate box/es)) —
spectively.	Identify misted test estate, il approache, till the same of the sa
The terms "Debtor" and "Secured Party" mean "Consigner" and "Consigner"	3. C crops growing or to be grown on -
respectively.	b. Ocods which are or are to become factures on -
	The second of th
Dector is a Transmitting Utility.	d. accents resisting from the sale of minorals or the fike (including oil and gas) at the wellhead or
	minestead on -
SECURED PARTY SIGNATURE(S)	
This statement is filed with only the Second Party's signature to perfect	a the following real exists:
Spourity interest in collateral (check applicable bookes)—	Street Address:  Described at: Book
	Described at: Book
a. C eccuired after a change of passe, identity or corporate activeture of the	for County, Uniform Pancel Memilier
Debtor.	Concentration Additional Street
	Name of record owner (required only if no Debtor has an interest of record):
b. as to which the filling has layand.	10
c already subject to a security interest in another soundy in Pennsylvania -	DEBTOR SIGNATURE(S)
when the collectural was marred to this county.	1
when the Relator's rankdeness or places of business was maved to t	his Debic Signature(s): GORDION BEAR GOLD CHIPERS, INC.
county.	
¿ already subject to a security interest in another furialisation —	BV:
C SHESTA BIDGET IN IT RESTRICT THE HARMAN INTERPRETATION	
adum the collectural was mored to Pennsylvania.	
when the Deliter's incertise was moved to Pearsylvania.	12
. The control of the collected described in block 9, in which a secul	11
banquesty with ceen blockers and introducing distribution of any other	RETURN RECEIPT TO
inancing statement).	
Sacured Party Signature (a)	Commonwealth Land Title Ins. Co.
(usdaying only is pox(ex) is expected above):	437 Grant Street
Geoglesone and the partition of the	Frick Building - Mezzanine
	Pittsburgh, PA i5219
	Attn: R. C. Sherwin
	- I DESTIN
	••
	12
	PO NUY CO.
STANDARD FORM - FORM UCC-1	ADT ATH AND
Account by Secretary of Commonwealth of Pannsylvania	IC CENTE OPIGINAL PA 1921
CI II	45- 1 man = 1 Milengel (A72) 961-423-3

#268000

25720376

### EXHIBIT "A"

DEBTOR:

SECURED PARTY:

GOLDEN BEAR GOLF CENTERS, INC. D/B/A GBGC AT COOL SPRINGS 11780 U.S. HIGHWAY ONE SUITE 400 NORTH PALM BEACH, FLORIDA 33408 NATIONAL CITY BANK OF PENNSYLVANIA 300 FOURTH AVENUB PITTSBURGH, PENNSYLVANIA 15278

All present and future right, title and interest of Debtor in and to all property constituting the following property located on, produced from, or necessary and useful, in connection with the Real Property of the Borrower located at Baptist and Hamilton Roads, Bethel Park, Pennsylvania 15146 (the "Real Property") or the business of the Borrower conducted on the Real Property whether now owned or existing or hersinafter acquired or created: (i) all Accounts (as the term is defined in the Uniform Commercial Code ["UCC"]) including, without limitation, all rights of the Debtor, whenever acquired, to payment for goods sold or leased or for services rendered, whether or not earned by performance; (ii) all Chattel Paper (as the term is defined in the UCC) including, without limitation, all writings owned by the Debtor, whenever acquired, which evidence both a mometary obligation and a security interest in or a lease of specific goods; (iii) all Documents (as the term is defined in the UCC) including, without limitation, all warehouse receipts and other documents of title owned by the Debtor, whenever acquired; (iv) all Equipment (as the term is defined in the UCC) including, without limitation, all goods owned by the Debtor, whenever acquired and wherever located, used or bought for use primarily in the business or for the benefit of the Debtor and not included in the Inventory of the Debtor, together with all attachments, accessories and parts used or intended to be used with any of those goods or fixtures, whether now or in the future installed therein or thereon or affixed thereto, as well as all substitutes and replacements thereof in whole or in part; (v) all Fixtures (as the term is defined in the UCC) including, without limitation, all of the Debtor's leasehold improvements; (vi) all General Intangibles (as the term is defined in the UCC) including, without limitation, all leases under which the Debtor, now or in the future, leases and/or obtains a right to occupy or use real or personal property or both, all of the other contract rights of the Debtor, whenever acquired, and customer (including claims in action, claims choses lists, indemnification), books, records, patents and patent applications, copyrights and copyright applications, trademarks, trade names, trade styles, trademark applications, blueprints, drawings, designs and plans, trade agreements, formulae, tax and any other types of refunds, returned and unearmed insurance premiums, rights and P269000

claims under insurance policies, and computer information, 77 software, records and data, now owned or acquired; (vii) all Instruments (as the term is defined in the UCC) including, without limitation, all negotiable instruments (as defined in the UCC), all certificated securities (as defined in the UCC) and all other writings which evidence a right to the payment of money now or hereafter owned by the Debtor; (viii) all Inventory (as that term is defined in the UCC) including, without limitation, all goods owned by the Debtor, whenever acquired and wherever located, held for sale or lease or furnished or to be furnished under contracts of service, and all raw materials, work in process and materials owned by the Debtor and used or consumed in the Debtor's business, whenever acquired or wherever located; (ix) all Investment Property (as that term is defined in the UCC) and (x) all Proceeds (as that term is defined in the UCC) including, without limitation, whatever is received when collateral described in items (i) through (ix) above or Proceeds is sold, exchanged, collected or otherwise disposed of, whether cash or non-cash, and includes, without limitation, proceeds of insurance payable by reason of loss of or damage to such collateral.

NOTICE - PURSUANT TO AN AGREEMENT BETWEEN DEBTOR AND SECURED PARTY, DEBTOR HAS AGREED NOT TO FURTHER ENCUMBER THE COLLATERAL DESCRIBED HEREIN.

PARTIES	FINANCING STATEMENT CHANGE Unitorin Commercial Code Form UCC-3
Debtor name flast name first if individual) and mailing address:	IMPORTANT — Please reed instructions on
GBGC Family Golf Centers, Inc.	Filling No. (slumped by filing officer) Date, Time, Filling Office (stamped by filing officer)
Baptist and Hamilton Roads	
Bethel Park, PA 15102	29720462 12121198
Delica tellip to produce	01.00100
•	
Debtor name first name first if individual and mailing address:	This Financing Statement Change is presented for filing pursuant to the Uniform C: mmercial Code, and is
REDUCT TIBILIS (1937) CHAIRS (193) IN AUGUSTOGET ON COMMING ORDERS.	
	the part of the first security of the first
	Prothendary ofCounty
	Real Estate Records of County 6
	Humber of Additional Sheets (if any); 7   Optional Special Identification (Mex. 10 characters); 8
	ORIGINAL FINANCING STATEMENT BEING CHANGED
1,0	
Debtor name (last name first if individual) and mailing address:	This Financing Statement Change rolates to an original Financing Statement No25720375
	filed with the:
	Secretary of the Commonwealth on (date) August 1 1996
	Prethopotary of County on (date)
	Real Estate Records ofCounty on (date)
	DESCRIPTION OF FINANCING STATEMENT CHANGE
	Continuation - The original Financing Statement identified above is still effective.  Termination - The Secured Party of Record no longer claims a security interest under the original
	Figurating Statement identified show
Secured Party(ies) of Record name(s) (last name lirst if individual) and address for security interest information:	Release - The Secured Party of Record has released the collateral described in block 1) from the
National City Bank of Pennsylvania	collateral covered by the original Financing Statement identified above.
National City Center	Assignment - The Secured Porty of Record has assigned to the Assignee, whise name and address
20 Stanwix Street	are contained in block 11, rights in the collateral describes in block 11 under the original Financing
Pittsburgh, PA 15222	Statement identified above.
1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Amendment - The original Financing Statement identified above is amended a set forth in block 11
	(signatures of Debtor and Secured Party of Record are required).
2	
Special Types of Parties (check if applicable):	Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10);
The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor,"	amend the address from: 11780 US Highway One,
respectively.	Suite 400, North Palm Beach, Fl. 33408
☐ The terms "Debtor" and "Secured Party" mean "Consignee" and	· · · · · · · · · · · · · · · · · · ·
"Consignor," respectively.	to: Beptist and Hamilton Koads
Debtor is a Transmitting Utility.	Bethel Park, PA 15102
SIGNATURE(S)	and amend name from: Golden Bear Golf Centers, Inc.
	d/b/a GBGC at Cool Springs
GBCC Family Golf Centers, Inc. Debtar Signature(s) (only if Apendment): \[ \]	
Name of the state	to: GBGC Family Golf Centers, Inc.
Mar Shall	
Name/Title: /A	ii ii
District of North	RETURN RECEIPT TO:
Bules VIII - ale	V.
MINICK, VIEW MEGGIDSKIT	National City Bank of Pennsylvania
	PO Box 2977
Secured Party Signature(s): National City Bank	Pittsburgh, PA 15230-2977
of Pennsylvenia	Attention: Commercial Loan Operations
	IDC #6-231
The (Bu of Clery)	
	12
Wm. Terry Weaver, AVP 4	12

٠ ا	COMMONY	IΕΑ	ALTH OF PENNSYLVANIA - UCC1 PA-808
Debror name hear n GBGC Family	PARTIES  amo (list if individual) and mailing address:  Golf Centers, Inc.		FINANCING STATEMENT  Uniform Commercial Code Form UCC-1  IMPORTANT-Please read instructions on reverse side of page 4 before completing
1530 Hamilt PITTSBURGH,	·		Filing No. (stemped by filing officer): Deta, Time, Filing Office (stemped by filing office
Debtor name (last n	ema first if individual) and mailing address:	-4	30721670 99 SERILL PH 3:0
			'PATOEPT'OF'STATE
		1=	This Financing Statement is preparted for filing pursuent to the Uniform Commercial Code, and is to the filed with the (check applicable box):
Debtor name (lest n	ame tirst it individual) and inalling addrass;	İ	Secretary of the Commonwealth of Pannsylvania.
			☐ Prothenoisry of County ☐ real asiate records or County
	,	76	Number of Additional Sheets (if any):
Secured Partyles! in for security interest	namesia) (last name lirst if individual) and add	1984	Optional Epecial Identification (Max. 10 characters): 373876 40 N/.+
The Chase M 395 North S MELVILLE, N	Wanhattan Bank, as Agent Service Road, Suite 302 NY 11747	2	Identity collected by item end/or type: All of such Debtor's right, title and interest in and to all personal property, tangible and intengible, wherever located or situated and whether now owned or hereafter
address for security	red Party nemo(silest nemo first if Individual) Interest information:	and 2n	acquired or created, including but not limited to goods, accounts, intercompany obligations, partnership and joint venture interests, contract rights, documents, chatcel paper, general intengibles, goodwill, equipment, inventory, investment property, instruments, copyrights, trademarks, trade names, insurance proceeds, cash and deposit accounts and any proceeds thereon, products thereof or income therefrom as more fully described in
	ictes (check if applicable): " and "Secured Party" meen "Lessee" and "Lesse "	w,*	S (check only if desired) Products of the colleteral are also covered.
The terms "Debto "Consignor." raspe	r" and "Secured Porty" meen "Consignes" an ctively.	e	Identify related real estate, if applicable: The collateral is, or includes (chack appropriate boxies))  a.   Gropa growing or to be grown in
Debtor is a Transc	micting Utility.	3	b. goods which are or are to become fixtures on .  c. minerals or the like (including oil) and path as sucrected on .  d is supported resulting from the sale of minerals or the like (including oil and pas) at the weatherd or minehead on .
	CURED PARTY SIGNATURE(S)	_	
This exerciment is from a security mission in a	d with only the Secured Party's signature to parti colleteral (check applicable box(as))	eci	the following rank natate:  Street Address:
e. Decquired after a the Debtor.	change of name, wentily or corporate atructure	01	Described bt: Book of (check one)
b. 🚺 ea th which the	e finng has lapsed.	ŀ	Described an Additional Sheet.  Name of record owner (required only if no Debtor has an interest of record):
elegacy subject to a appunity interest in Product in Pennsylvanie when the collecteral was moved to this county.  when the Debion's residence or place of business was moved to this county.	1	Transport paries frequent with it to public the att titologic of the policy	
	10	Deptor Signature(s): CRCC Part 114 Cold Contacts Ind	
I when the col	o a security interest in another junishistion- leteral was moved to Perinsylvania, btor's location was moved to Pannaylvania,		11
4. Davidi is proceed	os of the collateral described in block \$, in which was praviously perfected (also describe proceed		1. PC
in block 9, if purchased with cash proceeds and not adequately described on the original financing statement).	ļ	16 7'	
(requi	Secured Party Signature(s) red pnly if box(ss) is checked ebpys):		\$0€
brie	è Druge		
The Chase	Manifestan Bank. As Agent	_	
		4	

# COMMONWEALTH OF PENNSYLVANIA - UCC3

PARTIES	Uniform Commercial Code Form UCC-3
Debtor name flest name first if individuall and mailing address: GBGC Family Golf Centers, Itac.	IMPORTANT-Reese read instructions on reverse side of page 4 before completing
1530 Hamilton Road	Filing No. (stamped by filing afficer): Date, Time, Filing Office (stamped by filing afficer)
PITTSBURGH, PA 15234	31050303 SPECIA-PH 2:07
	'PA'EERT OF STITE
1	31050305 12/14/99 5
Debtor name liast name first if individuall and mailing address:	This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (chock applicable box):  PA-SOS
	Secretary of the Commonwealth of Pennsylvania.
	The land of the la
	Red Estate Records of County. 5  Number of Additional Sheets (if any): 7
	Optional Special Identification [Mex. 10 characters); 1534 8
16	DRIGINAL FINANCING STATEMENT BEING CHANGED
Dubtor name tlass numer tript if innividually and mailing addrass:	This Financing Statement Change relates to an original Financing Statement No.  [14ed with the:    O9/14/99
	Prothonotery of County on (date)
	Rebi Estate Records of County on (dete)
	OESCRIPTION OF FINANCING STATEMENT CHANGE  Continuation - The original financing Statement Identified above is still effective.
16	<b>,</b>
Secured Penythes) of Record names tall least name trail is individually and address for security interest information:  The Chase Manhattan Bank, as Agent 395 North Service Road, Suite 302 MELVILLE, NY 11747	Tormination. The Secured Party of Record no longer claims a security internal under the original Financing Statement identified above.
	Release. The Secured Party of Record has released the collecteral described in black 11 from the collecteral covered by the original financing Statement identified above.
	Assignment. The Secured Porty of Record her assigned to the Assigned, whose name and address  are contented in block 11, rights in the adjusteral described in block 11 under the original Financial  Enterment identified above.
2	Amendment - The original Financing Statement identified above is amended as set forth in block  11 Jeignatures of Dobtor and Secured Party of Record are required).  10
Spacial Types of Portice works it applicables:	Description of collegeral revesed, rights besigned. Assigned inside and address, or amendment (so indicated in block 10):
The terms "Debtor and "Socured Party" mean "Lessor," respectively.	All of such Debcor's right, title, and interest in and to all Acquired Assets including Acquired Real
The terms "Deliter" and "Secured Party" mean "Consigner" and "Consigner" and	Property, Leased Real Property, Real Property,
Debior is a Trunsmitting Utility.	Contracts, Real Property Leases and intangibles as more fully described in the Asset Sale Agreement among EagleQuest Golf Centers (Texas) Inc.,
SIGNATUPE(S)	RagleOuest Golf Centers (Texas II) Inc., GBGC
Debter Signaturals) (anty if Amendment):	Family Golf Centers, Inc. and Golfcraft Corporation dated October 20, 1999, as amended (the "Asset Sale Agreement"). All capitalized terms have the meanings assigned to them in the Asset Sale
	Agreement.
	RETURN RECEIPT TO:
	DAWN ROBINSON
	PENNCOPE SERVICE CHOUP, INC.
Secured Party Signature(s):	Market Market Contract
The Chase Manhatton Bank, no Agent	Kara 34 1234
bollie Drue, VP	ENTILLEURG, PA 17108-1210
	12
STANDARD FORM FORM UCC 11.7. HOL	

# COMMONWEALTH OF PENNSYLVANIA - UCC1 PA-SOS

PARTIES	MANCING STATEMENT  Uniform Commercial Code Form UCC-1
Debtor name fleet name first if individuals and mailing address: GROC Family Golf Centers, inc.	1MPORT ART-Please read inscrudings on reverse side of page 4 before completing
4440 Broadway Blvd. MONROEVILLE, PA 15146	Filing No. Istamped by filing officer): Dute. Time, Filing Office Latamped by filing officer)
Debtor name first if individual and mailing address:	3072 1671 99 SEP, 114: P.M. 3: 04
1a	PATDEPT OF STATE  B This Financing Statement is presented for Wing pursuent to the Uniform Commercial Code.
Debtor name (fast name first if individual) and marting address:	end is to be fited with the (check spokeable box):   Secretary of the Commonwealth of Pannsylvania.
	Prothonotery of County.    repl estate records of County.
16	Number of Additional Sheets (If any):
Secured Party(les) names(s) (last name tirst if individual) and address for security interest information: The Chase Manhattan Bank, as Agent 395 North Service Road, Suite 302	Optional Special Identification (Nex. 10 characters): 37387040W(5 8  COLLATERAL  Identify collateral by item and/or type:
MELVILLE, NY 11747	All of such Debtor's right, title and interest in and to all personal property, tangible and intengible, wherever located or situated and whether now owned or hereafter acquired or created, including but not limited to goods,
Assigned(s) of Security Party name(s)test name first if individual) and address for security interest information:	Accounts, intercompany obligations, partnership and joint venture interests, contract rights, doruments, chattel paper, general intangibles, goodwill, equipment, inventory, investment property, instruments, copyrights, reademarks, trademarks, tra
26	deposit accounts and any processes thereon, products thereof or income therefrom as more delly decerbed in
Special Types of Parties (check if epplicable):  The terms "Dedior" and "Secured Party" mean "Lessoe" and "Lessor," respectively.	Checken 2 accepted horse.  © Icheck only if desired Products of the colleges are also covered.  9
The terms "Debtor" and "Secured Party" mean "Consignee" and "Consigner," respectively.	identify related real agrace, if applicable! The collateral is, or includes (check appropriate hoxies)  a.   crops growing or to be grown on -  b.   goods which are or are to become tixtures on -
Debtor is a Transmitting Utility.	c. I minerals or the like (including oil and gas) as extracted on .  a. Ascourts resulting from the sale of minerals or the (fixe (including oil and gas) at the wellhead of minerals or
SECURED PARTY SIGNATUREISI	she fellowing real miters:
This exprement is filed with only the Sequind Party's signature to perfect a sequinty interest in constant incheck applicable boules):	the following real patets: Street Address:
Declared efter a change of name, identity or corporate structure of the Declar.	Described at; Book of Icheck one) Deeds Mortgeges, at Pagastel for County. Uniform Parcel Identifier
b. as to which the filing has lapsed.  c. argedy subject to a security interest in another equally in Pennsylvania.	Described on Additional Sheet.  Name of record owner (required only if no Debtor has an Interest of record):
when the colleters was moved to the country.  When the Debra's residence or place of business was moved to this country.	DEBTOR SIGNATURE(8)
d. elready subject to a security interest in another jurisdiction— when the collateral was moved to Parinsylvenia.  when the Debter's location was moved to Pennsylvenia.	Debier Signature(s): GBGC Pamily Golf Centers, Inc.
e. I which is proceeds of the collateral described in block 8, in which a security interest was previously perfected felso describe proceeds in block 8, if purchased with pash proceeds and not adequately described in the original financing statement).	10 P C 11
च्याच्याच्यात्र प्रच्याच्याच्याच्याच्याच्याच्याच्याच्याच्या	perion occurs to
Secured Party Signoture(s) (required only if boxies) is checked ebove):	36-6
The Chase Manhartan Bank, as Assat	RESERVED.
	12
87ANDARD FORM - ADRIN UDG-7 (7-88) Accrosed by Secretary of Commonwealth of Persiations (1) FILIT	MG OFFICE ORIGINAL

## COMMONWEALTH OF PENNSYLVANIA - UCC3

PARTIES	FINANCING STATEMENT CHANGE
Debter name (lest name first if individual) and mailing address: GBGC Family Golf Centers, Inc.	Uniform Commercial Code Form UCC-3 IMPORTANT-Please read instructions on reverse side of page 4 before completing
4440 Broadway Blvd.	Filing No. stamped by Illing officer); Oare, Time, Filing Office (stamped by Illing officer)
MONROEVILLE, PA 15146	31050304 99BEC 14 Pi 3: 67
	CHEEPT OF STATE
1	31050304
Debtor name flast name first if individual) and mailing address:	This Financing Statement Change is presented for filling pursuant to the Unitern Commercial Code. and is to be filled with the (check applicable box): PA-SOS
	2 Secretary of the Commonwealth of Pennsylvania.
	Prothonotary of County.
	Real Estate Records of County, 8
	Number of Additional Sheets (If any):
	Optional Special Identification (Max. 10 characters); 1534 8
1a	ORIGINAL FINANCING STATEMENT BEING CHANGED
Debter name dast name first if immudual) and mailing hildress;	This Financing Statement Change relates to an original Financing Statement No.
	Secretary of the Commonwealth on (date) 09/14/99
	Prothonotery of County on idate;
	Real Estate Records of County on (date)
	DESCRIPTION OF FINANCING STATEMENT CHANGE
16	Continuation . The original Financing Statement identified above is still effective.
Secured Pee) of Record namedia) dost name first if individually and an un decurity interest influshiation:	Termination . The Secured Porty of Redord no longer claims a security interest under the original Financing Statement identified above.
The . se Manhatton Bank, es Agent 395 N. th Service Road, Suite 302	Release. The Secured Party of Accerd has released the collected described in block 11 from the collected covered by the original Financing Stetement identified above.
MELVILLE, NY 11747	Assignment. The Secured Porty of Record Nea assigned to the Assignee, whose name and addressers contained in block 11, rights in the collaboral described in block 11 under the original Financian Statement identified above.
2	Amendment - The original Financing Statement Identified above is amended as and forth in block 11 (signatures of Oebtor and Secured Party of Record are required). 10
Special Types of Parties (check if applicable):	Description of collegeral released, rights hasigned. Assignee (name and uddress), or amorganism (as indicated in block 10):
The term. Debter and "Secured Farry" menn "Lassure" and "Lessor," remoctively	All of such Debtor's right, title, and interest in and to all Acquired Assets including Acquired Real
☐The terms "Gubtor"and "Sequed Parts" mean "Consignes" and "Consigner" respectively.	Property, Leased Real Property, Real Property, inventory located at the Real Property, Assumed
Debtor is a Trunsmitting Utility.	Contracts, Real Property Leases and intangibles as more fully described in the Asset Sale Agreement among EagleQuest Golf Centers (Texas) Inc.,
j,gnature(s)	EagleQuest Golf Centers (Texas II) Inc., GBGC
Debtor Signatural .) (only if Amendment):	Family Golf Centers, Inc. and Golfcraft Corporation dated October 20, 1999, as amended (the "Asset Sale Agreement"). All capitalized terms have the meanings assigned to them in the Asset Sale
	Agreement.
	RETURN RECEIPT TO:
	E MAIN RECORDED INC
	PENNCORP SERVICEGROUP, INC.
Secumd Party Signatura(s): The Chase Manhattan kank, as Agent	600 NORTH SECOND ST. PO BOX 1210
1-1-69	HARRICHUC PA 17105-1210
Tollie your, VI	
4	12

COMMONWEALTH OF PENNSYLVANIA - UCC1	
PARTIES  Date rame (lest rame institution) and raping address:	FINANCING STATEMENT Uniform Commercial Code Form UCC-1
GBGC Family Golf Centers, Inc. 538 Broadhollow Road Melville, NY 11747  Destorance (lest came high (individual) and making patients:	1 31090390 PA DEPT OF STATE
Debtor rearra (Jest nome first if individual) and making activises:	12/27/99 This Presiding Statement is presented for filling pursuant to the Uniform Commercial Code and is to be filled with the (check applicable box):  © Secretary of the Commonwealth.  © Promonopry of
Secured Partyllina) marries) (test riggs first if individual) and address for exactly interest information:  Coat I d.	County:    County: Grant State (Fary):
Peoplement of Secured Party name(s) (liest name first if undividual) and actives for security interest information.	described on Schedule A attached hereto including fixtures, equipment, machinery, goods, leases, rents, accounts, general intengibles, inventory, documents, instruments and all of the proceeds of the foregoing as more particularly described on Schedule B attached hereto.
Special Types of Parties (check if applicable):  The terms "Debtor" and "Secured Party" mean "Lessen" and "Lesson", respectively  The terms "Debtor" and "Secured Party" mean "Consigned" and. "Consigned," respectively.  Debtor is a Transmitting Littly	2a (check only if desired) Products of the collected amplico covered.  1 clarify related real existe, if scripcoles. The collected is, or includes (check appropriate box(es))  2. crops growing or to be grown on-  b. crops growing or to be grown on-  c. minerate or the life (including all and gas) as detected on-  id. accounts resulting from the sale of minerals or the life (including oil and gas) at the wellhand or minerate on-
SECURITY PARTY SIGNATURE(S)  This seasoner is fleet yeth only the Secured Party's algorithment in collingual (charts applicable bodies).  a acquired after a charge of name, identity or corporate structure of the Ottors.  b as to which the filling has lapsed.  c. already subject to a sociality interest in entitier county in Persoylumin when the Octor's residence or place of business was moved to this county.  d. already subject to a sociality interest in entitier jurisdiction— when the collisions was moved to Persoylumia.  d. when the collisions was moved to Persoylumia.  e which is process of the collisions described process in block 9, if purchased with cost process and not place process in block 9, if purchased with cost process and not polequestry essentials.  Secured Party Signature(s)  (required only if bod(e.) is checked above).	The tollowing neal estate  Street Address  Described at Dook
308 Approved by the Secretary of the Commonwealth of Pennsylvania	4 Texas

CSC

# ATTACHMENT TO PENNSYLVANIA UCC1: GBGC FAMILY GOLF CENTERS, INC. (DEBTOR) 31090391

#### ITEMS CONTINUED FROM FORM:

2. Secured Party name and address:
The Chase Manhattan Bank, individually and as Agent 395 North Service Road
Suite 302
Melville, NY 11747

## SCHEDULE "A"

### THE LAND

31090392

All that certain tract or parcel of property situate in the Municipality of Bethel Park, County of Allegheny and Commonwealth of Pennsylvania, known as Lot No. 3 in the Pittsburgh Terminal Foundation Plan of Lots as recorded in Allegheny County in Plan Book Volume 194, pages 190-193.

Being designated as Block and Lot 316-E-10 in the Deed Registry Office of Allegheny County.

, .

31090393

### SCHEDULE B (UCC Fixture Filing)

The types of items of property covered by the financing statement to which this Schedule B is attached are as follows:

All fixtures, furniture, furnishings, machinery, equipment, supplies, building materials, appliances, improvements and all goods of any and every nature whatsoever now or in the future owned by Debtor and now or hereafter located in, or on, or attached or affixed to, or used or intended to be used in connection with the real property described on Schedule A attached hereto (the "Property") or any structures or improvements thereon, whether now existing or hereafter erected.

All intangible property and rights relating to the Property or the operation thereof, or used in connection therewith, all contract rights, management agreements, franchises, or other agreements relating to services in connection with the use, operation, occupancy, or maintenance of the Property, accounts receivable, instruments, actions and rights in action, rents, issues, income and c. In collateral and all intangible property and rights relating to the Property or the operation therewif, or used in connection therewith;

All rights to insurance proceeds and condemnation awards, arising from the Property, and personal property, and all rights of Debtor as to the business operations on the Property;

All of the leases, rental agreements, including, without limitation all security and other deposits, licenses, permits, obligations owing to Debtor or lessor, including rent paid more than one mouth in advance, liquidated damages and deposits now existing or hereafter arising under any leases, subleases, or other agreements or arrangements pertaining to or affecting the Property, or the operations thereon, or the personal property, and all of the right, title, and interest of the lessor therein;

The right to exercise and receive the benefits of any options or rights of first refusal, to give consents and to receive monies payable to Debtor thereunder or in connection therewith;

All proceeds, products, replacements, additions, substitutions, renewals, and accessions of any of the foregoing.

The filing of this financing statement shall not be construed to decogate from or impair the lien or provisions of the Mortgage or Deed of Trust and/or other security agreement from Debtor to Secured party encumbering the Property or any property described therein which

1-99/1972586.1

is real property or which the parties have agreed to treat as real property. The hereby \$26.9 [] 3 5 4 intention of the Debtor and Secured Party is that everything used in connection with the production of income from that real property or adapted for use therein is, and at all times and for all purposes and in all proceedings both legal or equitable, shall be regarded as real property and part of the real property encumbered by such Mortgage or Deed of Trust and/or other security agreement, irrespective of whether or not the same is physically attached to the improvements - thereon. Similarly, nothing in this financing statement shall be construed to alter any of the rights of Secured Party as determined by the Mortgage or Deed of Trust and/or other security agreement or the priority of the Secured Party's lien created thereby and this financing statement is declared to be for the protection of Secured Party in the event any court shall at any time hold that notice of Secured Party's priority of interest in any property or interests described in the Mortgage or Deed of Trust and/or other security agreement must, in order to be effective against a particular class of persons, including but not limited to the Federal Government and any subdivisions or entity of the Federal Government be filed in the Commercial Code records.

-2-